

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

AH LIQUIDATION, INC., *et al.*,¹

Debtors.

DRIVETRAIN LLC, in its capacity as
LIQUIDATING TRUSTEE for the
LIQUIDATING TRUST OF
AH LIQUIDATION, INC., AH IP
LIQUIDATION, INC., RM LIQUIDATION
INC., BP LIQUIDATION, INC., and QAA
LIQUIDATION, INC. ,

Plaintiff,

v.

DAVID FANN, PAUL COX,
STEPHEN WOODY, HUMBERTO
ANTUNES, and JOSEPH MCGUIRE,

Defendants.

Chapter 11

Case No. 21-10883 (CTG)

(Jointly Administered)

Adv. No. 22-50392 (CTG)

**CERTIFICATION OF COUNSEL REGARDING ORDER APPROVING
STIPULATION EXTENDING DEADLINE TO RESPOND TO HUMBERTO ANTUNES’
MOTION TO DISMISS PLAINTIFF’S COMPLAINT**

Drivetrain, LLC, in its capacity as liquidating trustee (the “Liquidating Trustee” or “Plaintiff”) for the Liquidating Trust² as successor in interest to the debtors, AH Liquidation, Inc. (f/k/a Avadim Health, Inc.), AH IP Liquidation, Inc. (f/k/a Avadim Health IP, Inc.), RM Liquidation, Inc. (f/k/a Relion Manufacturing, Inc.), BP Liquidation Corp. (f/k/a Bionome

¹ The Debtors, along with the last four (4) digits of each Debtor’s federal tax identification number are: AH Liquidation, Inc. (8411); AH IP Liquidation, Inc. (7594); BP Liquidation Corp. (6483); QAA Liquidation, Inc. (5613); and RM Liquidation, Inc. (0430). A complete list of each of the Debtors in these Chapter 11 Cases may be obtained via the Bankruptcy Court at <https://ecf.deb.uscourts.gov/cgi-bin/login.pl> with a Public Access to Court Electronic Records (“PACER”) account, which may be obtained at <https://pacer.uscourts.gov>.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Combined Plan and Disclosure Statement (defined herein).

Properties Corp), QAA Liquidation, Inc. (f/k/a Quality Assurance Associates, Inc.)³ (collectively, the “Plaintiff”), and Humberto Antunes (the “Defendant”, and together with the Plaintiff, the “Parties”), through their undersigned attorneys, hereby certify that:

1. On December 9, 2022, Defendant filed a Motion to Dismiss Plaintiff’s Complaint Pursuant to Rules 12(b)(5) and 12(b)(6) (the “Motion to Dismiss”) [D.I. 24].

2. The current deadline for Plaintiff to file a response to the Motion to Dismiss is December 23, 2022.

3. The Parties have agreed and entered into a stipulation (the “Stipulation”), attached as **Exhibit 1** to the proposed form of order, extending Plaintiff’s time to answer, move or otherwise respond to the Motion to Dismiss, through and including March 6, 2023, and extending Defendant’s time to reply to Plaintiff’s response through and including March 23, 2023.

4. Except as specifically set forth herein, all rights, claims and defenses of the Parties shall be fully preserved.

WHEREFORE, it is hereby respectfully requested that the Court enter the proposed form of order approving the Stipulation attached hereto as **Exhibit A** at its earliest convenience.

³ See D.I. 283 reflecting the change of name for each of the Debtors following the sale of certain assets pursuant to a Stalking Horse APA approved at D.I. 239.

Dated: December 21, 2022

FOX ROTHSCHILD LLP

/s/ Seth A. Niederman

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Counsel for Plaintiff

Exhibit A
Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re: AH LIQUIDATION, INC., <i>et al.</i> , ¹ Debtors.	Chapter 11 Case No. 21-10883 (CTG) (Jointly Administered)
DRIVETRAIN LLC, in its capacity as LIQUIDATING TRUSTEE for the LIQUIDATING TRUST OF AH LIQUIDATION, INC., AH IP LIQUIDATION, INC., RM LIQUIDATION INC., BP LIQUIDATION, INC., and QAA LIQUIDATION, INC. , Plaintiff, v. DAVID FANN, PAUL COX, STEPHEN WOODY, HUMBERTO ANTUNES, and JOSEPH MCGUIRE, Defendants.	Adv. No. 22-50392 (CTG)

**ORDER APPROVING STIPULATION EXTENDING DEADLINE TO RESPOND TO
HUMBERTO ANTUNES' MOTION TO DISMISS PLAINTIFF'S COMPLAINT**

Upon consideration of the *Certification of Counsel Regarding Order Approving Stipulation Extending the Time to Answer, Move or Otherwise Respond to the Motion to Dismiss*(the “Certification”)² and the Stipulation; and the Court having determined that good and adequate cause exists for approval of the Stipulation; and the Court having determined that no further or

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² Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Certification.

other notice of the Stipulation need be given, except as provided for herein, it is hereby ORDERED that:

1. The Stipulation attached hereto as **Exhibit 1** is approved.
2. Plaintiff shall have through and including March 6, 2023 to file a response to the Motion to Dismiss.
3. Defendant shall have through and including March 23, 2023 to reply to Plaintiff's response to the Motion to Dismiss.
4. Except as specifically set forth herein, all rights, claims and defenses of the Parties shall be fully preserved.
5. Defendant reserves and does not waive his right to assert any motions, pleadings, defenses, objections or any other arguments, including without limitation, pertaining to service of process, insufficient service of process, lack of personal jurisdiction, failure to state a claim, or motion for a more definite statement.
6. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Exhibit 1
Stipulation

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re: AH LIQUIDATION, INC., <i>et al.</i> , ¹ Debtors.	Chapter 11 Case No. 21-10883 (CTG) (Jointly Administered)
DRIVETRAIN LLC, in its capacity as LIQUIDATING TRUSTEE for the LIQUIDATING TRUST OF AH LIQUIDATION, INC., AH IP LIQUIDATION, INC., RM LIQUIDATION INC., BP LIQUIDATION, INC., and QAA LIQUIDATION, INC. , Plaintiff, v. DAVID FANN, PAUL COX, STEPHEN WOODY, HUMBERTO ANTUNES, and JOSEPH MCGUIRE, Defendants.	Adv. No. 22-50392 (CTG)

**STIPULATION REGARDING BRIEFING ON HUMBERTO ANTUNES’
MOTION TO DISMISS PLAINTIFF’S COMPLAINT**

Drivetrain, LLC, in its capacity as liquidating trustee (the “Liquidating Trustee” or “Plaintiff”) for the Liquidating Trust² as successor in interest to the debtors, AH Liquidation, Inc. (f/k/a Avadim Health, Inc.), AH IP Liquidation, Inc. (f/k/a Avadim Health IP, Inc.), RM

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² Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Combined Plan and Disclosure Statement (defined herein).

Liquidation, Inc. (f/k/a Relion Manufacturing, Inc.), BP Liquidation Corp. (f/k/a Bionome Properties Corp), QAA Liquidation, Inc. (f/k/a Quality Assurance Associates, Inc.)³ (collectively, the “Plaintiffs”), through its attorneys, and Humberto Antunes (the “Defendant”), through his attorneys, hereby stipulate and agree as follows:

1. Plaintiff shall have until March 6, 2023 to file its response (the “Response”) to Defendant’s Motion to Dismiss Plaintiff’s Complaint Pursuant to Rules 12(b)5) and 12(b)(6) (the “Motion to Dismiss”);

2. Defendant shall have until March 20, 2023 to file his reply to Plaintiff’s Response;

3. This extension is without prejudice to the rights of any party, including the right to agree to further extensions of time for the filing of the answer or other response, or the rights of Plaintiff to seek further extensions of time from the Court to answer, move or otherwise respond to the Motion to Dismiss, and Defendant’s right to oppose any such requests by the Plaintiff.

(Signature page follows)

³ See D.I. 283 reflecting the change of name for each of the Debtors following the sale of certain assets pursuant to a Stalking Horse APA approved at D.I. 239.

Dated: December 21, 2022

Dated: December 21, 2022

<p>FOX ROTHSCHILD LLP</p> <p><u>/s/ Seth A. Niederman</u></p> <p>Seth A. Niederman (DE No. 4588) 919 North Market Street, Suite 300 Wilmington, DE 19899-2323 Telephone: (302) 654-7444 Facsimile: (302) 656-8920 Email: sniederman@foxrothschild.com</p> <p>-and-</p> <p>Michael A. Sweet (<i>admitted pro hac vice</i>) 345 California Street, Suite 2200 San Francisco, California 94104 Telephone: (415) 364-5540 Facsimile: (415) 391-4436 Email: msweet@foxrothschild.com</p> <p><i>Counsel for Plaintiff</i></p>	<p>CHIPMAN BROWN CICERO & COLE, LLP</p> <p><u>/s/ William E. Chipman</u></p> <p>William E. Chipman, Jr. (DE No. 3818) Paul D. Brown (DE No. 3903) 1313 North Market Street, Suite 5400 Wilmington, DE 19801 Telephone: (302) 295-0191 Facsimile: (302) 295-0199 Email: chipman@chipmanbrown.com brown@chipmanbrown.com</p> <p>-and-</p> <p>MUNCK WILSON MANDALA LLP Carolyn R. Raines 12770 Coit Road, Suite 600 Dallas, TX 75250 Telephone: (972) 628-3600 Facsimile: (972) 628-3616 Email: craines@munckwilson.com</p> <p><i>Counsel for Defendant</i></p>
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